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RECORDATION IN

FILED 1429

July 31, 1989 AUG 1 1989 -1 05 PM

INTERSTATE COMMERCE COMMISSION

HAND DELIVERY

Ms. Noretta R. McGee
Secretary of the Interstate
Commerce Commission
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed please find, for filing and recordation pursuant to Section 11303 of Title 49 of the United States Code five fully executed originals of the following document relating to certain railroad rolling stock as described herein, which should be included as part of the filing recorded on August 23, 1979, Recordation No. 10761 as the next available recordation number, being 10761-D:

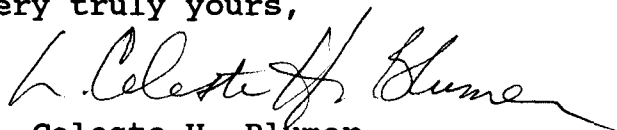
- I. Document: Termination of Lease Agreement dated as of July 31, 1989.
- A. Parties: Lessor: Atlantic & Western Financial Corporation
P.O. Box 1208
Sanford, North Carolina 27330
- B. Equipment: As described in the Lease filed under ICC Recordation Number 10761-A, recorded on August 23, 1979.
- C. Lease Terminated: This document is a formal termination of a Lease Agreement filed under ICC Recordation Number 10761-A between Lessor and Hutchinson and Northern Railway Company ("Lessee") dated as of May 10, 1979.

MANWELL & WES

Ms. Noreta R. McGee
July 31, 1989
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I respectfully request that the original of this document be recorded under the provisions of 49 U.S.C. Section 11303. A short summary for the Recordation Index for this document would be: "Termination of Lease Agreement." I would also appreciate your stamping the additional copies of the document which are not required for your filing purposes and returning them to me together with the fee receipt, the letter from the ICC acknowledging the filing and the two extra copies of this transmittal letter. A check for the amount of \$13.00 is enclosed to cover the filing fees.

Very truly yours,

A handwritten signature in cursive script, appearing to read "L. Celeste H. Blumer".

L. Celeste H. Blumer

Enclosures

LCHB:its

10761-D

RECORDATION NO 10761-19 FILED 1425

AUG 1 1989 -1 05 PM

TERMINATION OF LEASE AGREEMENT

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF LEASE AGREEMENT, dated as of July 31, 1989 by Atlantic & Western Financial Corporation, a Delaware corporation ("A&W").

1. Recitals. A&W entered into a Lease Agreement dated as of May 10, 1979 (the "Lease") with Hutchinson and Northern Railway Company with respect to certain railroad boxcars described in the Lease (the "Boxcars"). The Lease is on file at the Interstate Commerce Commission ("ICC") under Recordation No. 10761-A filed on August 23, 1979.

The Lease has expired and/or been terminated and there are no extensions or renewals thereof currently in effect. The purpose of this Termination of Lease Agreement is to provide a formal termination document for filing with the ICC.

2. Termination. The Lease is hereby formally terminated.

IN WITNESS WHEREOF, A&W pursuant to due authority, has executed this Termination Lease Agreement as of the date first above written.

ATLANTIC & WESTERN FINANCIAL
CORPORATION

By: *A. Durden*
Title: *Vice President*

Attest:

By: *Linda Gray*
Title: *Secretary*

STATE OF ALABAMA)

COUNTY OF HOUSTON)

I, Tomi Reaves, a Notary Public in and for the state and county aforesaid, do hereby certify that K. Earl Dunder of Atlantic & Western Financial Corporation, a Delaware corporation, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledge that he/she is the Vice President, of said corporation, he/she signed, sealed and delivered the aforesaid instrument and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority granted by said corporation, as his/her free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under notarial seal this 31 day of July, 1989.

Tomi G. Reaves
Notary Public

My Commission Expires:

4-22-92